



210 N Park Ave  
Winter Park, FL  
32789

P.O. Drawer 200  
Winter Park, FL  
32790-0200

Tel 407-740-8575  
Fax 407-740-0613  
tmi@tminc.com

RECEIVED

2003 OCT 19 AM 12:00

RECEIVED

OCT 20 2003

T.R.A. DOCKET ROOM  
TENNESSEE REGULATORY AUTHORITY  
ECONOMIC ANALYSIS & MARKET  
MONITORING DIVISION

October 15, 2003

PAID T.R.A.

Chk # 36765  
Amount 25.00  
Rcvd By JP  
Date 10-16-03

DOCKET NO.

03-06559

**RE: Petition for Corporate Name Change from C III Communications Operations, LLC to Broadwing Communications, LLC.**

Dear Ms. Standley:

With this letter, C III Communications Operations petitions the Tennessee Regulatory Authority for approval to change its name to Broadwing Communications, LLC. On June 18, 2003 C III Communications Operations, LLC amended its Articles of Incorporation to reflect a name change to Broadwing Communications, LLC. C III was granted authority to provide long distance telecommunications services in Tennessee in Docket Number 03-0240 on July 3, 2003. Upon approval of this filing, please reissue the Company's certificate with the new name of Broadwing Communications, LLC.

A check in the amount of \$25.00 representing the filing fee is included with this filing. The Company's presubscribed customers have been notified of this name change. Furthermore, this transaction is being made in a seamless fashion that will cause no negative effect on the level of service and rates offered to the Company's presubscribed customers.

A copy of the amended Articles of Incorporation and Qualification as a Foreign Corporation is included with this letter as **Exhibit A**.

To further update Commission with information on the Company, please note that the Company's contact for ongoing regulatory matters is:

Karen T. Hanson, National Director - Regulatory Affairs  
Broadwing Communications, LLC.  
1122 Capital of Texas Highway South  
Austin, Texas 78746

Telephone:

(512) 742-2647

Toll Free

(800) 847-5705

Facsimile:

(512) 328-7902

email:

karen.hanson@broadwing.com

October 15, 2003  
Darlene Standley  
Deputy Chief, Telecommunications  
Tennessee Regulatory Authority  
Page 2

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The Company's contact for customer inquiries / complaints is:

Linda Gilmore, Regulatory Analyst  
Broadwing Communications, LLC.  
1122 Capital of Texas Highway South  
Austin, Texas 78746  
Telephone: (512) 742-4123  
Facsimile: (512) 328-7902  
Toll Free: (800) 847-5705 or (800) 422-1199  
email: linda.gilmore@broadwing.com  
Company Web Page: www.broadwing.com

The Company's contact for reporting requirements:

Brenda Buch  
Broadwing Communications, LLC.  
1122 Capital of Texas Highway South  
Austin, Texas 78746  
Telephone: (512) 742-3723  
Facsimile: (512) 328-7902  
Toll Free: (800) 847-5705  
email: brenda.buch@broadwing.com  
Company Web Page: www.broadwing.com

The Company's main telephone number is :

Telephone: (512) 742-3700  
Toll Free: (800) 847-5705

Questions regarding this notice may be directed to my attention at (407) 740-8575 or via e-mail at cwightman@tminc.com.

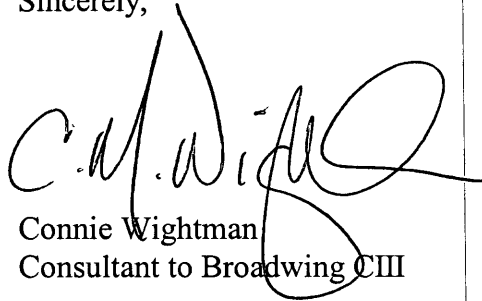
To keep our records complete, please acknowledge receipt of his filing by returning, file-stamped, the extra copy of this correspondence in the self-addressed stamped envelope enclosed for this purpose.

October 15, 2003  
Darlene Standley  
Deputy Chief, Telecommunications  
Tennessee Regulatory Authority  
Page 3

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Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "C. Wightman". The signature is fluid and cursive, with a large loop at the end.

Connie Wightman  
Consultant to Broadwing CIII

*Enclosure*

*CW/im.*

cc: Karen Hanson, Broadwing C III  
File: Broadwing CIII - TN  
TMS: TNO0301A

BROADWING COMMUNICATIONS, LLC

EXHIBIT A

AMENDED ARTICLES OF INCORPORATION

&

TENNESSEE SECRETARY OF STATE CERTIFICATE

**Secretary of State**  
**Division of Business Services**  
**312 Eighth Avenue North**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

ISSUANCE DATE: 07/02/2003  
REQUEST NUMBER: 03183147

FILE/REGISTRATION DATE: 03/14/2003  
STATUS: ACTIVE  
CONTROL NUMBER: 0443553  
JURISDICTION: DELAWARE

TO:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221

REQUESTED BY:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
"BROADWING COMMUNICATIONS, LLC"

WAS FORMED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE ABOVE  
DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN THIS OFFICE ON THE  
DATE(S) AS BELOW INDICATED.

| REFERENCE<br>NUMBER | DATE FILED | FILING TYPE    | NAM | DUR | STK | PRN | OFC | AGT | INC | MAL | FYC |
|---------------------|------------|----------------|-----|-----|-----|-----|-----|-----|-----|-----|-----|
| 4849-1270           | 06/25/2003 | LLC AMEND QUAL | X   |     |     |     |     |     |     |     |     |

FOR: REQUEST FOR COPIES

ON DATE: 07/02/03

FROM:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221-0000

FEES

RECEIVED: \$20.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003324013  
ACCOUNT NUMBER: 00101230



SS-4458

*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE



Department of State  
Corporate Filings

312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

APPLICATION FOR AMENDED  
CERTIFICATE OF AUTHORITY  
(LIMITED LIABILITY COMPANY)

For Office Use Only

RECEIVED  
TENNESSEE  
JUN 25 PM 1:43  
FILED  
DAKRELL  
SECRETARY OF STATE

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of § 48-246-303 of the Tennessee Limited Liability Company Act, the undersigned hereby applies for an amended certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the Limited Liability Company is: CIT Communications Operations, LLC

(OLD NAME)

Broadwing Communications, LLC (NEW NAME)

If different, the name under which the certificate of authority is to be obtained is: \_\_\_\_\_

2. The state or country under whose law it is organized is: Delaware

3. The date of its formation is: 02/20/2003 (must be month, day and year).

4. The complete street address (including zip code) of its principal office is:

1122 Capital of Texas Highway South, Austin, TX 78746  
Street City State/Country Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee is:

530 Gay Street, Knoxville, Tennessee, Knox County, 37902  
Street City/State County Zip Code

The name of its registered agent at that office is: CIT CORPORATION SYSTEM

6. Please insert the number of members at the date of filing. 1

**NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of Limited Liability Company records in the state or country under whose law it is formed. The certificate shall not bear a date of more than two (2) month prior to the date the application is successfully filed in Tennessee.**

6/24/03  
Signature Date

\_\_\_\_\_  
Manager  
Signer's Capacity

Broadwing Communications, LLC  
Name of Limited Liability Company

Kim D. Larsen  
Signature

Kim D. Larsen  
Name (typed or printed)

4843 1:27:1

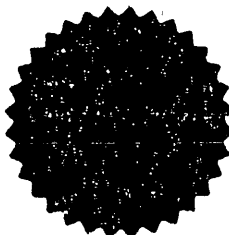
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROADWING COMMUNICATIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2488416

3627662 8300

030411693

DATE: 06-23-03

**Secretary of State**  
**Division of Business Services**  
**312 Eighth Avenue North**  
**6th Floor, William R. Snodgrass Tower**  
**Nashville, Tennessee 37243**

DATE: 06/25/03  
REQUEST NUMBER: 4849-1270  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 06/25/03 1343  
EFFECTIVE DATE/TIME: 06/25/03 1630  
CONTROL NUMBER: 0443553

TO:  
CFS  
8161 HWY 100  
#172  
NASHVILLE, TN 37221

RE:  
BROADWING COMMUNICATIONS, LLC  
APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY -  
LIMITED LIABILITY COMPANY

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE  
DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE  
REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

-----  
FOR: APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY - ON DATE: 06/25/03  
LIMITED LIABILITY COMPANY

FROM:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221-0000

RECEIVED: FEES \$20.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00003321282  
ACCOUNT NUMBER: 00101230

*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE







**Department of State**  
Corporate Filings  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

**APPLICATION FOR AMENDED  
CERTIFICATE OF AUTHORITY  
(LIMITED LIABILITY COMPANY)**

Office Use Only  
**FILED**  
RECEIVED  
OF TENNESSEE  
JUN 25 PM 1:43  
RILEY DARNELL  
SECRETARY OF STATE

To the Secretary of State of the State of Tennessee:

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1. The name of the Limited Liability Company is: C III Communications Operations, LLC  
Broadwing Communications, LLC (NEW NAME)

COLD  
NAME

If different, the name under which the certificate of authority is to be obtained is: \_\_\_\_\_

2. The state or country under whose law it is organized is: Delaware

3. The date of its formation is: 02/20/2003 (must be month, day and year).

4. The complete street address (including zip code) of its principal office is:

1122 Capital of Texas Highway South, Austin, TX 78746

Street

City

State/Country

Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee is:

530 Gay Street, Knoxville, Tennessee, Knox County, 37902

Street

City/State

County

Zip Code

The name of its registered agent at that office is: C T CORPORATION SYSTEM

6. Please insert the number of members at the date of filing. 1

**NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of Limited Liability Company records in the state or country under whose law it is formed. The certificate shall not bear a date of more than two (2) month prior to the date the application is successfully filed in Tennessee.**

6/24/03  
Signature Date  
\_\_\_\_\_  
Manager  
\_\_\_\_\_  
Signer's Capacity

Broadwing Communications, LLC  
Name of Limited Liability Company  
Kim D. Larsen  
Signature  
Kim D. Larsen  
Name (typed or printed)

4949 1271  
*Delaware*

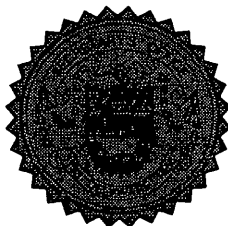
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PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BROADWING COMMUNICATIONS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



3627662 8300

030411693

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2488416

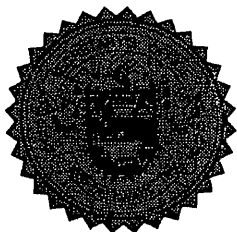
DATE: 06-23-03

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "C III COMMUNICATIONS OPERATIONS, LLC", CHANGING ITS NAME FROM "C III COMMUNICATIONS OPERATIONS, LLC" TO "BROADWING COMMUNICATIONS, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2003, AT 5:28 O'CLOCK P.M.



3627662 8100

030411693

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2488394

DATE: 06-23-03

**CERTIFICATE OF AMENDMENT**

**TO**

**CERTIFICATE OF FORMATION**

**OF**

**C III COMMUNICATIONS OPERATIONS, LLC**

1. The name of the limited liability company is C III Communications Operations, LLC.

2. The Certificate of Formation of the Company is hereby amended by deleting in its entirety Article 1 of the Certificate of Formation and substituting the following therefor:

"1. The name of the limited liability company (the "Company") is Broadwing Communications, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Formation of C III Communications Operations, LLC this 18<sup>th</sup> day of June, 2003.

**C III COMMUNICATIONS OPERATIONS, LLC**

By 

Howard L. Rosenberg, Authorized Person